

co-maxx
co-maxx

1992
ANNUAL REPORT
CO-MAXX ENERGY GROUP INC.

Co-MAXX ENERGY GROUP INC.

— is a Natural Gas producer and processor operating 100% of its production. Its development drilling lands, located in southern Saskatchewan and Alberta, contain sufficient long life proven gas reserves to provide excellent future prospects. The Company is growth oriented and Management's overall priority is to create shareholder value through continued acquisition and development of proven reserves. Only common shares are issued and these trade on the Alberta Stock Exchange under the symbol KXX.

ANNUAL MEETING

The Annual Meeting of Shareholders
will be held on Friday, May 14, 1993 at 11:00 a.m.
in the Stephen Room, Calgary Convention Centre, Calgary, Alberta.

HIGHLIGHTS

Winnipeg Business Reference Room
 University of Alberta
 1-18 Business Building
 Edmonton, Alberta T6G 2R6
 1990

1992

FINANCIAL

	1992	1991	1990
Total Revenue	\$ 2,519,198	\$ 2,159,932	\$ 2,268,163
Net Earnings	\$ 262,189	\$ 112,907	\$ 3,967
Per Common Share	\$ 0.07	\$ 0.03	\$ 0.00
Funds Generated from Operations	\$ 801,874	\$ 603,631	\$ 492,972
Per Common Share	\$ 0.21	\$ 0.16	\$ 0.13
Capital Expenditures	\$ 663,138	\$ 2,147,389	\$ 584,227
Weighted Average Shares Outstanding	3,792,918	3,810,503	3,819,043

OPERATING

Daily Production — mmcf/day

Natural Gas	3.226	2.236	2.260
Total Armada Gas Plant Throughput	11.160	11.861	13.387

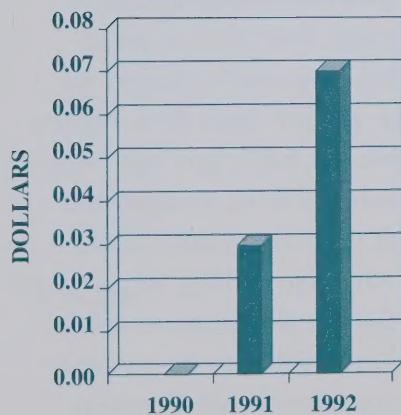
Reserves — bcf

Proven	36.364	30.805	9.463
Proven Plus Probable	43.807	31.715	10.029

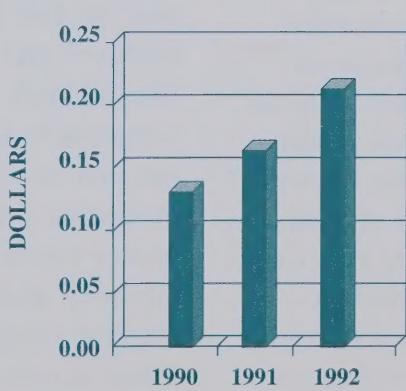
Land Holdings — Acres

Gross	149,251	146,449	120,863
Net	80,015	71,545	28,257

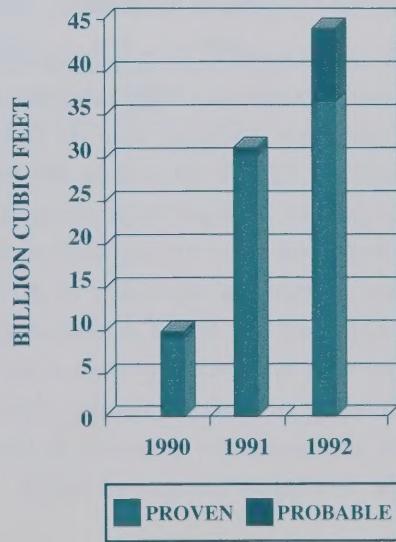
EARNINGS PER SHARE



CASH FLOW PER SHARE



NATURAL GAS RESERVES



TO THE SHAREHOLDERS

CORPORATE

Co-Maxx had its most successful year ever in 1992. Share value was enhanced substantially by the combination of record results and shares issued remaining low. Total share capital at the end of 1992 consisted of only 3,862,543 common shares compared to 3,790,543 shares at the end of 1991.

Record revenues, earnings and cash flow were achieved for the year. Co-Maxx also entered 1993 with a record land position, record proven reserves and record daily gas production.

OPERATIONS

Co-Maxx continued to concentrate on its three principal operating locations, adding to its interests as opportunities arose. Within the service area of our Armada gas processing plant, Co-Maxx acquired interests in nine properties adding more than 5 bcf proven gas to its reserves base. These properties include two producing wells and three shut-in wells. Co-Maxx also increased its working interests in existing lands at both the Rattlesnake and Burstall locations. These acquisitions enhanced Co-Maxx's presence in each of its three major areas of interest — one of the Company's ongoing goals.

RESERVES AND DEVELOPMENT

A characteristic of most acquisitions is the upside potential. The Company was rewarded from such a source with its first apparent oil well. A 62.5% interest in the well was obtained as part of a larger acquisition, and test results conducted after the acquisition indicate the well has production capability of 40 bbl/d of medium crude and 1.2 mmcf/d natural gas. At year end, the well was being prepared for production. Pending production results, there are a number of additional development drilling locations on the Company's acquired lands.

With respect to drilling, Co-Maxx, at year end, farmed out six drilling locations on its Burstall lands and these were subsequently drilled in February, 1993, by the farmee. The wells are being tied into the Co-Maxx gathering facilities and will be operated by Co-Maxx. Drilling and completion information from these wells will assist Co-Maxx with the design of a major drilling program planned for the property during the coming summer.

The Company's reserves values have been enhanced considerably over the past few years as a result of prudent acquisition. Proven reserves have grown from 8.3 bcf at the end of 1989 to 36.4 bcf at the end of 1992. These independently estimated reserves, combined with the Armada gas processing income, are valued by Management at \$17.7 million and \$14.5 million respectively, utilizing 15% and 20% annual discounting of future production cash flow and 15% annual discounting of processing cash flow.

FUTURE

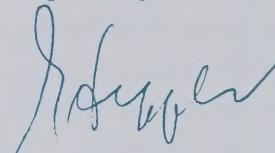
Efforts to build shareholder value continue. The apparent bottoming out of gas prices in late 1992 should assist greatly. The positive results for 1992 activities reflect ongoing efforts from cost control, asset growth and rationalization over the past four years. For 1993, a major workover and drilling program is planned on Burstall lands where we now have 80% interest compared to 15% interest four years ago. Also, our first oil well interest will be brought into production and, with expected results, could mean a number of attractive drilling locations on Company lands. Other oil prospects on newly acquired Company lands will also be pursued. These activities should provide the Company with another record year.

ACKNOWLEDGEMENTS

Most of 1992 was spent reacting to deteriorating gas prices and continued implementation of stringent cost control measures. Such an environment is not conducive to optimism and only the special resourcefulness of our employees and associates has made it possible to progress as we have in meeting the challenges of the natural gas business during the transition to a deregulated commodity environment. The Board is most appreciative toward all employees and associates who have contributed and provided real substance to the creating of shareholder value.

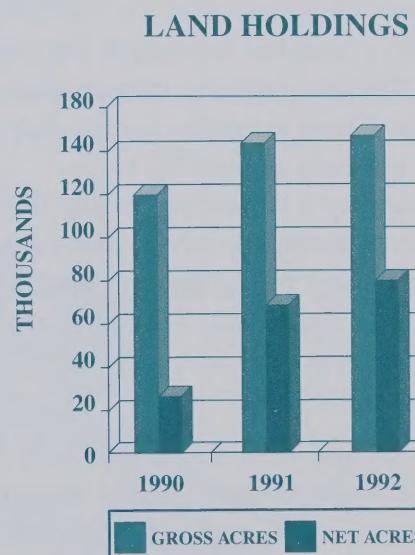
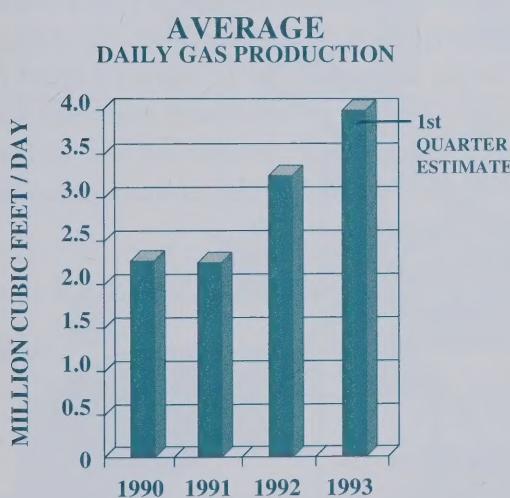
Continued support from our shareholders of long standing and the enthusiastic encouragement from our new shareholders is also greatly appreciated by the Board.

Respectfully submitted on behalf of the Board.



Gerald J. Hipple
President and Chief Executive Officer

March 26, 1993



OPERATIONS REVIEW

Co-Maxx produces natural gas from three major properties in southern Alberta and southern Saskatchewan. All three properties have contiguous undeveloped acreage available for future drilling, a large portion of which will be low risk development drilling. The Company operates gathering and compression facilities at its major locations, and performs custom gathering, processing and operations services for other nearby producers. Co-Maxx operates slightly less than two hundred wells and utilizes its own employees in preference to contract operators at all operated field locations.

ARMADA, ALBERTA

A gas processing plant at Armada, Alberta is the focal component of Co-Maxx's operations in the area. The plant processes sweet gas, including liquids recovery, and has throughput capacity of 25 mmcf/d. The gas gathering infrastructure services some fifteen townships surrounding the plant and is presently utilized by 12 gas producers who pay a custom processing fee. Proven reserves within the service area of the plant were estimated by independent consultants at 71.6 bcf as at April 1992. With throughput at 1992 levels, these proven reserves provide plant feed for another 18 years.

Exploration has also been very active with 16 drilling locations identified within the plant service area since the beginning of 1993, compared to 9 in all of 1992. The area is actively explored for both oil and gas with numerous large acreage tracts remaining to be

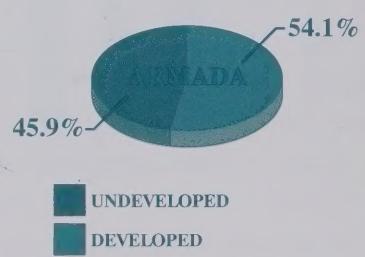
explored. Additional gas reserves will no doubt result from the ongoing exploratory activity, thereby maintaining a substantial backlog of processing for the gas plant. Gas plant availability is also a major factor in promoting exploration activity since new found reserves can be marketed without the need to expend capital and time for a gas gathering and processing infrastructure.

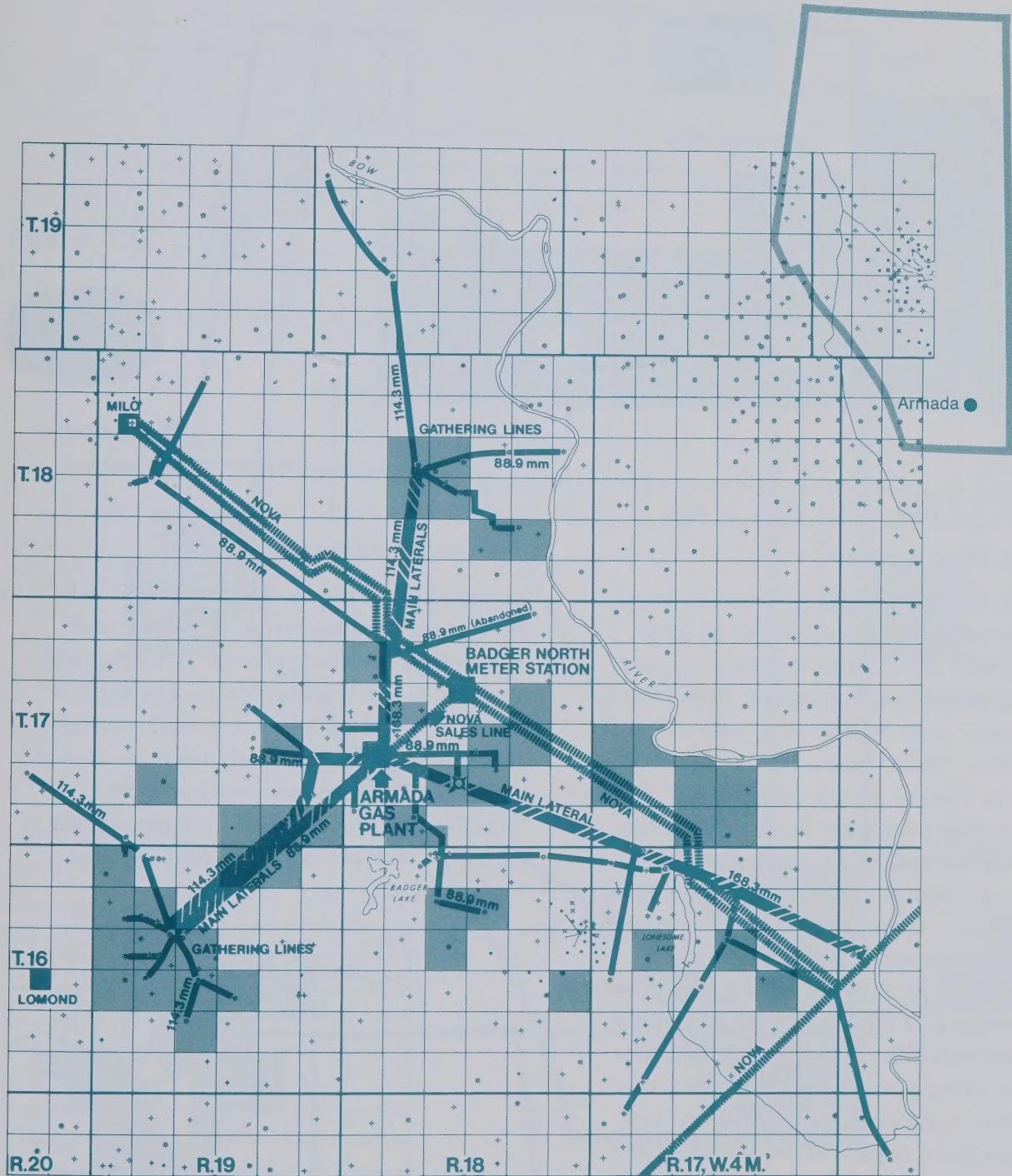
With respect to Co-Maxx's petroleum and natural gas production interest within the plant service area, the Company increases its holdings whenever opportunities arise. During 1992, Co-Maxx increased its holdings to 28,093 gross acres from 25,432 gross acres at the end of 1991. Net average interests also increased to 13,562 from 10,785 acres. The Company has interests in 18 producing wells with average ownership of 48%. During 1992, Co-Maxx produced an average of 1.7 mmcf/d from the Armada area all of which was marketed under short term contracts. Production will at least double in 1993 as a result of asset purchases made in December 1992.

Gas prices on this production are adjustable to reflect current markets.

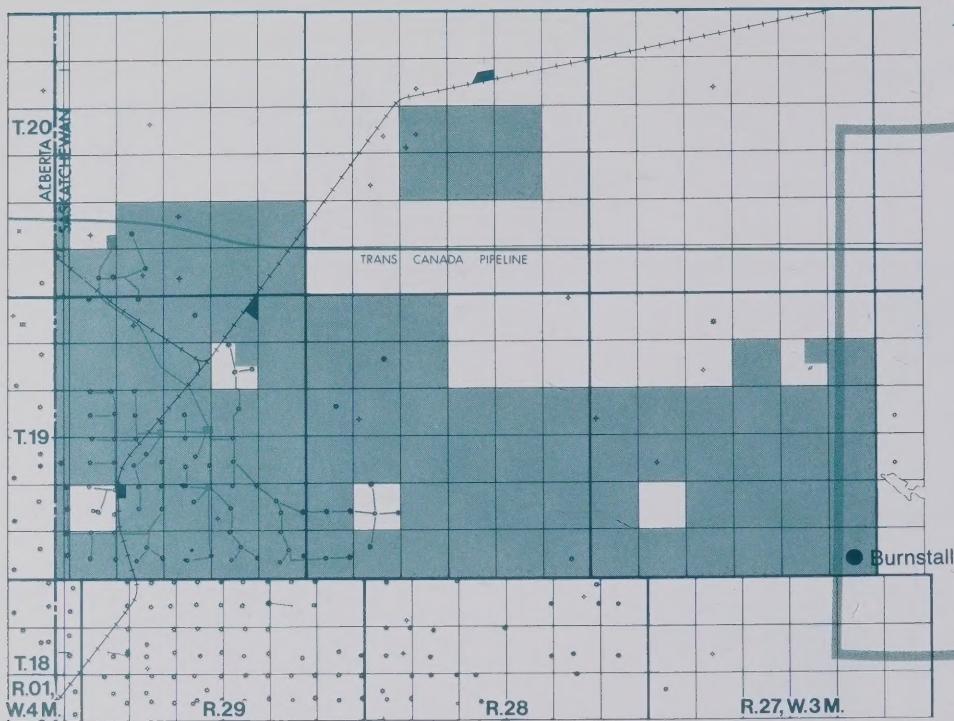
Management estimates the Company's Armada area proven reserves are approximately 10.5 bcf at the end of 1992.

NET ACRES

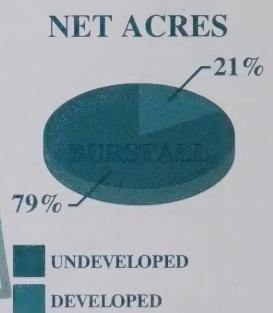




Armada Gas Processing System



Burstall, Saskatchewan

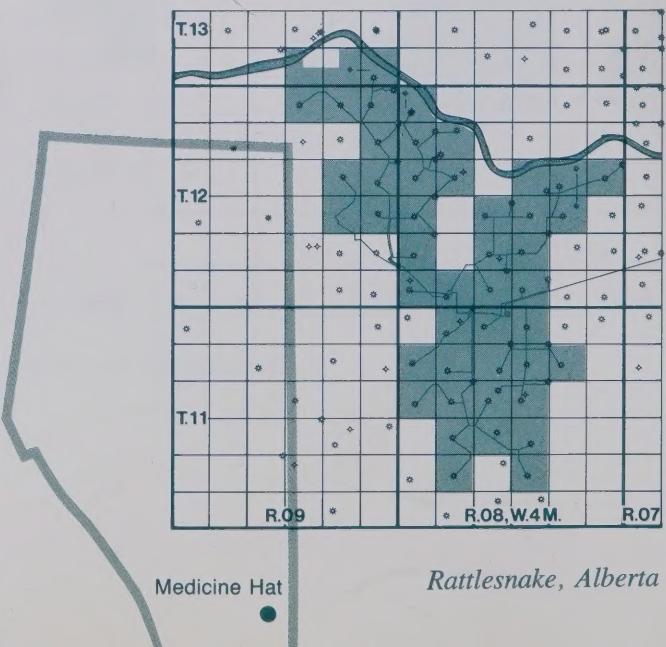


BURSTALL, SASKATCHEWAN

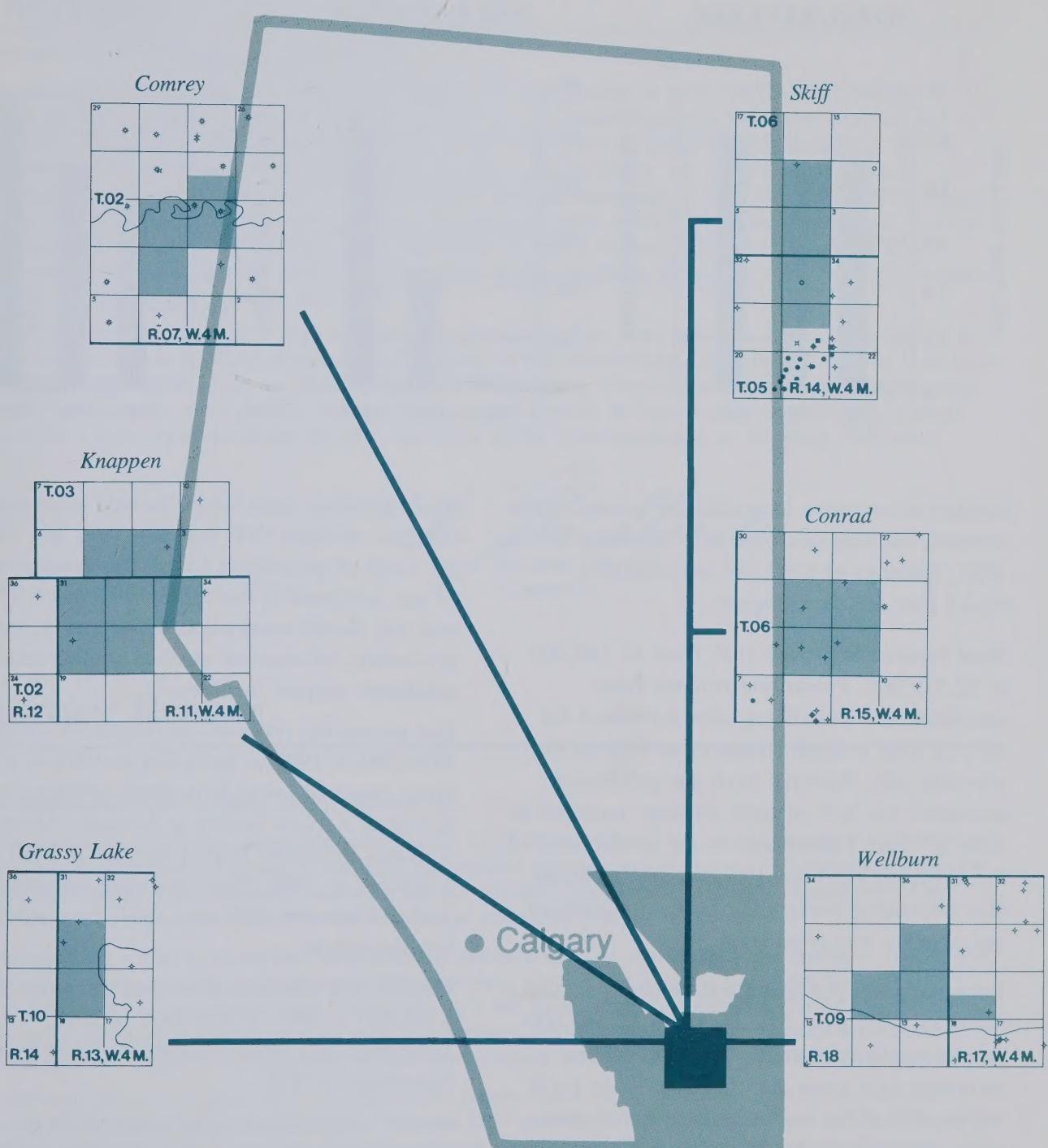
Co-Maxx has substantially increased its interest in the Burstall operation as part of its asset rationalization effort. Over the past four years, Company interests have increased from 15% in 48,800 acres to an average 82% interest in over 100 sections, 64,215 acres. Burstall is now targeted as a major growth property for Co-Maxx. Gas production is principally from the Milk River and Viking sands and during 1992, an average of 1.2 mmcf/d was produced from 59 wells. During the year, a number of studies and evaluations were conducted to develop a plan for future enhanced production. Implementation of these plans has now begun with a six well drilling program and facilities upgrades taking place in the first quarter of 1993. After evaluation, a major rework and drilling program is planned for summer 1993. Recoverable reserves at Burstall net to Co-Maxx are estimated by Management at December 31, 1992 to be in excess of 30 bcf.

RATTLESNAKE, ALBERTA

Rattlesnake is a mature property and of our three major operating areas, it has the least development potential. Current production rates are close to 1.800 mmcf/d, the same level as last year. Co-Maxx added a minority interest during the year and presently holds an average of 32% working interest in the property providing gas production of .336 mmcf/d net to Co-Maxx. The gas is sold to the City of Medicine Hat.



EXPLORATION REVIEW

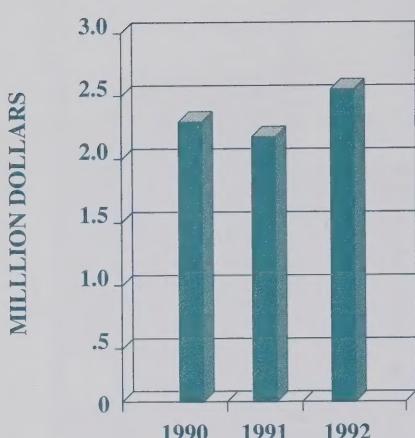


Co-Maxx participated in an exploration program intended to identify light gravity crude oil prospects in Sunburst and Glauconitic sands of

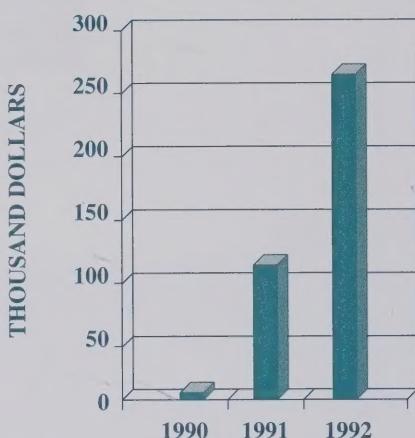
southeast Alberta. Among the partners, approximately \$1.2 million has been invested to date in the program.

FINANCIAL REVIEW

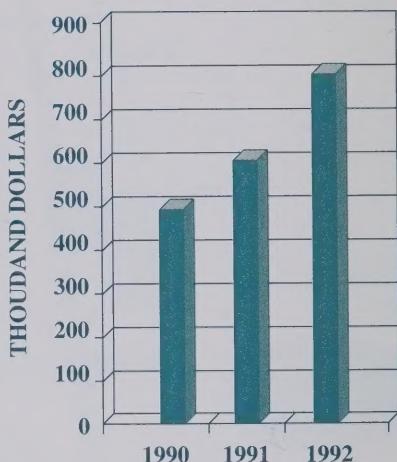
TOTAL REVENUE



NET EARNINGS



CASH FLOW



Substantial increases in production volume, sales revenue, earnings and cash flow occurred in 1992. Earnings of \$262,189 represented a record year for the Company.

Total revenue improved 16% from \$2,160,000 to \$2,519,000. Production revenue from petroleum and natural gas sales accounted for 60% of total revenue compared to 48% in the previous year. Revenue from gas processing accounted for 26% of total revenue compared to 33% in 1991. This change in the product mix of the Company's revenue stream is the reflection of a continuing strategy for bringing additional gas reserves into production.

Revenues from petroleum and natural gas sales increased 36% from \$1,138,000 to \$1,543,000 despite weaker gas prices. Gas production increased 44% from .815 bcf in 1991 to 1.177 bcf in 1992. This improvement in production volumes is largely due to the contribution of the Burstall, Saskatchewan property, a larger interest of which was acquired in November 1991. Average gas price received, declined from \$1.36/mcf in 1991 to \$1.30/mcf in 1992 which was reflective of general market conditions.

Well operating costs which include processing charges, declined 19% between 1992 and 1991 on a unit of production basis. The average cost of gas delivered to market in 1992 was \$.71/mcf and this should continue to decline as increased production volumes are attained without requiring additional support facilities.

Gas processing revenues decreased 9% from \$723,000 in 1991 to \$656,000 in 1992 as a direct result of lower throughput volumes in the Company's major facility at Armada, Alberta. Volumes decreased from 1.613 bcf in 1991 to 1.528 bcf in 1992. Plant operating costs also declined between 1991 and 1992, consistent with less throughput.

General and administrative costs increased from \$180,000 in 1991 to \$318,000 in 1992, principally as a result of unusually large overhead recoveries in 1991.

Interest expenses are entirely related to the Company's bank loans. Average debt in 1991 was \$4.6 million compared to \$5.1 million in 1992. Despite the additional borrowings, interest expense decreased between 1991 and 1992 as a result of lower rates charged under the Company's floating rate loans.

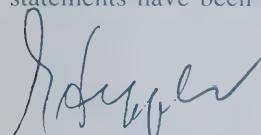
MANAGEMENT'S REPORT

To the Shareholders of Co-Maxx Energy Group Inc.

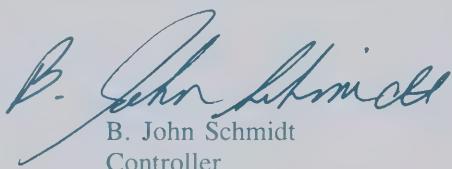
The accompanying consolidated financial statements and all other information presented in this annual report is the responsibility of the Company's management.

The consolidated financial statements have been prepared by management in accordance with accounting principles generally accepted in Canada (GAAP). The Company's internal controls have been designed and maintained by management to provide reasonable assurance that assets are properly safeguarded and that the financial records are sufficiently well maintained to provide relevant, timely and reliable information to management and to allow preparation of the consolidated financial statements in accordance with the Company's accounting policies. Certain estimates are made by management in the preparation of the consolidated financial statements. In the opinion of management, the consolidated financial statements have been prepared within reasonable limits of materiality and within the framework of the significant accounting policies as summarized in the notes to consolidated financial statements.

Deloitte & Touche, an independent firm of chartered accountants, have been appointed by the Shareholders to examine the consolidated financial statements and to report to the Shareholders. The Audit Committee, consisting of directors, a majority of whom are not employees of the Company, have reviewed the consolidated financial statements, including the notes thereto, with management and Deloitte & Touche. The consolidated financial statements have been approved by the Board of Directors on the recommendation of the Audit Committee.



Gerald J. Hippel
President and Chief Executive Officer



B. John Schmidt
Controller

AUDITORS' REPORT

To the Shareholders of Co-Maxx Energy Group Inc.

We have audited the consolidated balance sheets of Co-Maxx Energy Group Inc. as at December 31, 1992 and 1991 and the consolidated statements of earnings and retained earnings and of changes in financial position for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 1992 and 1991 and the results of its operations and the changes in its financial position for the years then ended in accordance with generally accepted accounting principles.



Chartered Accountants
Calgary, Alberta
March 12, 1993

CONSOLIDATED BALANCE SHEETS

	December 31	
	1992	1991
ASSETS		
Current Assets		
Cash	\$ 272,762	\$ 372,257
Accounts receivable	446,367	676,917
Deposits and prepaid expenses	<u>108,449</u>	71,280
	<u>827,578</u>	1,120,454
Property, Plant and Equipment (notes 2 and 6)	<u>8,586,634</u>	8,449,181
	<u><u>\$9,414,212</u></u>	<u><u>\$9,569,635</u></u>
LIABILITIES		
Current Liabilities		
Accounts payable and accrued liabilities	\$ 673,685	\$1,073,073
Current portion of bank debt and payable for properties	<u>600,000</u>	918,850
	<u>1,273,685</u>	1,991,923
Bank Debt (note 3)	<u>4,574,968</u>	3,219,655
Payable For Properties (notes 3 and 6)	—	1,076,150
Other (note 4)	<u>103,210</u>	103,347
	<u><u>5,951,863</u></u>	<u><u>6,391,075</u></u>
SHAREHOLDERS' EQUITY		
Share Capital (note 5)	<u>2,719,611</u>	2,698,011
Retained Earnings	<u>742,738</u>	480,549
	<u>3,462,349</u>	3,178,560
	<u><u>\$9,414,212</u></u>	<u><u>\$9,569,635</u></u>

Approved on Behalf of the Board:

, Director

, Director

CONSOLIDATED STATEMENTS OF EARNINGS AND RETAINED EARNINGS

	Years Ended December 31	
	1992	1991
Revenue		
Petroleum and natural gas sales	\$1,542,691	\$1,138,333
Royalties	(110,628)	(141,066)
Alberta Royalty Tax Credit	88,360	45,123
Net Production Revenue	1,520,423	1,042,390
Processing revenue	655,945	723,421
Field operating revenue	293,217	321,954
Interest and other (note 6)	49,613	72,167
	2,519,198	2,159,932
Expenses		
Operating	832,914	719,132
Plant operating costs	146,838	212,503
Interest on bank debt	420,030	444,915
General and administrative (note 6)	317,542	179,751
Depletion and depreciation	539,685	490,724
	2,257,009	2,047,025
Earnings before income taxes	262,189	112,907
Income taxes (note 7)	—	—
Net earnings	262,189	112,907
Retained earnings, beginning of year	480,549	367,642
Retained earnings, end of year	\$ 742,738	\$ 480,549
Net earnings per common share		
Basic and fully diluted	\$ 0.07	\$ 0.03
Weighted average number of common shares outstanding	3,792,918	3,810,503

CONSOLIDATED STATEMENTS OF CHANGES IN FINANCIAL POSITION

	Years Ended December 31	
	<u>1992</u>	<u>1991</u>
Cash provided by (used for)		
Operations		
Net earnings	\$ 262,189	\$ 112,907
Depletion and depreciation	539,685	490,724
Funds generated from operations	<u>801,874</u>	603,631
Changes in non-cash working capital	<u>(206,007)</u>	460,518
	<u>595,867</u>	1,064,149
Financing		
Payable for properties	(1,325,000)	1,325,000
Advances under bank debt	1,535,000	354,000
Repayment of bank debt	(249,687)	(542,345)
Issue of common shares	21,600	—
Repurchase of common shares	—	(6,650)
Other	<u>(14,137)</u>	<u>(13,928)</u>
	<u>(32,224)</u>	<u>1,116,077</u>
Investments		
Property, plant and equipment	(663,138)	(2,147,389)
(Decrease) increase in cash	<u>(99,495)</u>	32,837
Cash, beginning of year	<u>372,257</u>	339,420
Cash, end of year	<u>\$ 272,762</u>	<u>\$ 372,257</u>
Funds generated from operations per common share		
Basic and fully diluted	<u>\$ 0.21</u>	<u>\$ 0.16</u>
Weighted average number of common shares outstanding	<u>3,792,918</u>	<u>3,810,503</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PRESENTATION

These consolidated financial statements include the accounts of Co-Maxx Energy Group Inc. and its wholly owned subsidiaries.

PETROLEUM AND NATURAL GAS OPERATIONS

The Company follows the full cost method of accounting for petroleum and natural gas operations whereby all costs of exploration for and development of petroleum and natural gas reserves and related equipment are capitalized on a country-by-country cost centre basis. Such costs include land acquisition costs, geological and geophysical costs, carrying charges on non-productive properties, and overhead charges related to exploration and development activities. These costs, net of undeveloped properties of \$940,888 (1991, \$881,736), are depleted using the unit of production method based on estimated net proved reserves of petroleum and natural gas reserves as determined by independent engineers. Petroleum and natural gas reserves and production are converted into equivalent units based upon relative energy content.

Substantially all of the Company's exploration and production activities are carried on jointly with others. These consolidated statements reflect only the Company's proportionate interest in such activities.

The capitalized costs less accumulated depletion and depreciation in each cost centre are limited to an amount equal to the estimated future net revenue from proved reserves using year end prices of \$1.39 per mcf (1991, \$1.36), plus the cost (net of impairments) of unproved properties. The total capitalized costs less accumulated depletion, depreciation and deferred income taxes, are further limited to an amount no greater than the estimated future net revenue plus the cost of unproved properties less future development costs, general and administrative expenses, financing costs, future costs of well abandonment and lease restoration, and income taxes.

Estimated future costs of well abandonment and lease restoration are provided for on a unit-of-production basis. Costs are based on engineering estimates of the anticipated method and extent of site restoration, valued at year end prices and in accordance with the current legislation and industry practices. The annual charge is recorded as additional depletion and depreciation expense, with the accumulated provision included with other liabilities.

GAS PROCESSING PLANT AND FACILITIES

Gas processing plant and facilities are depreciated on a straight line basis over their estimated useful life of twenty years.

OFFICE EQUIPMENT AND LEASEHOLD IMPROVEMENTS

Depreciation of office equipment is provided on the diminishing balance basis at a rate of 20% per annum.

Leasehold improvements are amortized by the straight line method over the term of the related lease.

MINING PROPERTIES

All of the mining properties are in the exploratory and development stage, and a determination has not yet been made whether these properties contain reserves that are economically recoverable. The recoverability of the amounts shown is dependent upon the existence of economically recoverable reserves and upon future profitable production.

2. PROPERTY, PLANT AND EQUIPMENT

	1992		1991	
	Cost	Accumulated depletion and depreciation	Net	Net
Petroleum and natural gas leases and rights	\$14,338,821	\$8,545,772	\$5,793,049	\$5,509,157
Gas processing plant and facilities	3,386,079	1,151,682	2,234,397	2,386,072
Office equipment and leasehold improvements	173,452	133,801	39,651	34,415
	17,898,352	9,831,255	8,067,097	7,929,644
Mining properties	519,537		519,537	519,537
	\$18,417,889	\$9,831,255	\$8,586,634	\$8,449,181

3. BANK DEBT AND PAYABLE FOR PROPERTIES

	1992	1991
Bank loans	\$5,174,968	\$3,889,655
Note payable	—	1,325,000
Principal amount due within one year	(600,000)	(918,850)
	\$4,574,968	\$4,295,805

Bank loans have been advanced in the aggregate amount of \$5,174,968 consisting of a revolving operating credit facility of \$1,050,000 and a capital financing loan of \$4,124,968, of which \$1,325,000 was advanced by the bank on March 17, 1992 to fund a note payable owing to a vendor, for the purchase of certain properties (note 6). Interest is payable monthly at a rate of 1.5% over the bank's prime rate. The capital financing loan facility requires principal repayments of \$600,000 per year commencing in 1993. The revolving term credit facility has no fixed repayment schedule, and no portion of the loan is due in 1993.

The loans are secured by a demand debenture for \$7,000,000 with a fixed charge on the Company's petroleum and natural gas properties, a first fixed charge on the Company's gas plant and a floating charge covering all other assets. There is also a general assignment of accounts receivable and a specific assignment of revenue from certain gas contracts.

4. OTHER

	1992	1991
Gas production prepayments	\$ —	\$ 14,137
Well abandonment and future site restoration costs	28,000	14,000
Other	75,210	75,210
	\$103,210	\$103,347

5. SHARE CAPITAL

Authorized

An unlimited number of common shares without nominal or par value

An unlimited number of first preferred shares without nominal or par value

An unlimited number of second preferred shares without nominal or par value

	Number of Shares	Amount
Issued		
Common Shares		
Balance December 31, 1990	3,819,043	\$2,704,661
Shares repurchased for cancellation pursuant to a normal course issuer bid that expired on March 19, 1992	(28,500)	(6,650)
Balance December 31, 1991	3,790,543	2,698,011
Shares issued on exercise of stock options	72,000	21,600
Balance December 31, 1992	<u>3,862,543</u>	<u>\$2,719,611</u>

Stock Option Plan

The Company has reserved 238,000 (1991 — 228,000) common shares for issuance under a stock option plan for directors, officers and employees. During the year, 72,000 options were exercised, 32,000 options were cancelled, 10,000 granted and 134,000 may be exercised (1991 — 171,000) at a price of \$0.30 per share, and expire in April of 1993.

6. ACQUISITION OF PROPERTIES

Effective November 1, 1991, the Company acquired certain properties for total consideration of \$1,850,000. Part of the consideration included a \$1,325,000 note payable to the vendor at December 31, 1991 which was subsequently funded by the Company's bank (note 3). Also included was \$400,000 relating to settlement of an outstanding claim against the vendor. The claim amount was not previously recorded in the Company's accounts as the amount was in dispute and the likelihood of realization was unknown. Accordingly, 1991 general and administrative costs were reduced by \$340,000 and 1991 interest income of \$60,000 was recorded upon settlement of the claim.

7. INCOME TAXES

As at December 31, 1992, the Company had the following approximate amounts available to reduce the future years' earnings for income tax purposes, the benefit of which has not been recorded in the accounts. The amounts are subject to final determination by taxation authorities.

Loss for income tax purposes

Expiring in varying amounts beginning in 1993	\$658,000
Excess tax values over net book value of property, plant and equipment	312,000
	<u>\$970,000</u>

Income tax expense differs from the amounts which would be obtained by applying the Canadian Basic Federal Income Tax rate of 44% (1991 — 44%) to the respective year's income before income taxes. The difference between the computed "expected" income tax provision and the actual income tax provision is summarized as follows:

	<u>1992</u>	<u>1991</u>
"Expected" income tax provision	<u>\$115,400</u>	\$ 49,700
Increase (decrease) in income taxes resulting from:		
Non-deductible crown charges net of Alberta Royalty Tax Credit	22,700	42,900
Federal resource allowance	(75,060)	(59,500)
Other	<u>6,200</u>	7,100
	<u>69,240</u>	40,200
Income tax savings resulting from application of prior years' operating losses	<u>(69,240)</u>	(40,200)
	<u>\$ —</u>	\$ —

8. COMMITMENTS AND CONTINGENCIES

Future minimum lease payments under the operating lease relating to office space are as follows:

1993 — \$ nil
1994 — 14,525
1995 — 24,900
1996 — 29,050
1997 — 21,788

9. RELATED PARTY TRANSACTIONS

Effective December 31, 1992, the Company and a non-related industry partner entered into a Farm-out and Option Agreement with a private company for the purposes of drilling certain lands in the Burstall area of Saskatchewan. The Company and the private company have certain common directors and shareholders. Concurrently, the Company entered into a Turnkey Drilling Agreement to drill, complete and/or abandon prior to February 28, 1993 a maximum of eight wells for a fixed contract fee of \$100,000 per well. Six wells were drilled and completed pursuant to this agreement. The Company also agreed, pursuant to a Funding Agreement, to equip and tie-in the wells with the costs estimated at \$10,000 per well to be recovered from production proceeds. The Company also agreed to subscribe for \$30,000 of convertible, redeemable preferred shares of the private company.

CORPORATE INFORMATION

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Calgary, Alberta

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Calgary, Alberta

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Calgary, Alberta

LEGAL COUNSEL

Macleod Dixon
Calgary, Alberta

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REGISTRAR AND TRANSFER AGENT

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Douglas L. Fraser
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Calgary, Alberta

STOCK EXCHANGE LISTING

Alberta Stock Exchange
Trading Symbol — KXX

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Dr. Thomas Parks
President,
Parks Resources Ltd.
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OFFICERS

Gerald J. Hipple
President and Chief Executive Officer

B. John Schmidt
Controller

ABBREVIATIONS

BBLS	barrels
BCF	billion cubic feet
MCF	thousand cubic feet
MMCF	million cubic feet

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